

ANNUAL USE OF CAPITAL SURVEY - 2009**NAME OF INSTITUTION**

(Include Holding Company Where Applicable)

Bank of New York Mellon Corporation

Person to be contacted regarding this report:	Dan Jurich
CPP Funds Received:	\$3,000,000,000
CPP Funds Repaid to Date:	\$3,000,000,000
Date Funded (first funding):	10/28/2008
Date Repaid ¹ :	6/17/2009

RSSD: (For Bank Holding Companies)	3587146
Holding Company Docket Number: (For Thrift Holding Companies)	
FDIC Certificate Number: (For Depository Institutions)	
City:	New York
State:	New York

¹If repayment was incremental, please enter the most recent repayment date.

American taxpayers are quite interested in knowing how banks have used the money that Treasury has invested under the Capital Purchase Program (CPP). To answer that question, Treasury is seeking responses that describe generally how the CPP investment has affected the operation of your business. We understand that once received, the cash associated with TARP funding is indistinguishable from other cash sources, unless the funds were segregated, and therefore it may not be feasible to identify precisely how the CPP investment was deployed or how many CPP dollars were allocated to each use. Nevertheless, we ask you to provide as much information as you can about how you have used the capital Treasury has provided, and how your uses of that capital have changed over time. Treasury will be pairing this survey with a summary of certain balance sheet and other financial data from your institution's regulatory filings, so to the extent you find it helpful to do so, please feel free to refer to your institution's quarterly call reports to illustrate your answers. This is your opportunity to speak to the taxpayers in your own words, which will be posted on our website.

What specific ways did your institution utilize CPP capital? Check all that apply and elaborate as appropriate, especially if the uses have shifted over time. Your responses should reflect actions taken over the past year (or for the portion of the year in which CPP funds were outstanding).

<input type="checkbox"/> Increase lending or reduce lending less than otherwise would have occurred.	
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<input type="checkbox"/>	To the extent the funds supported increased lending, please describe the major type of loans, if possible (residential mortgage loans, commercial mortgage loans, small business loans, etc.).	
<input checked="" type="checkbox"/>	Increase securities purchased (ABS, MBS, etc.).	See explanation in final text box below.
<input type="checkbox"/>	Make other investments	
<input type="checkbox"/>	Increase reserves for non-performing assets	



Reduce borrowings



Increase charge-offs



Purchase another financial institution or
purchase assets from another financial
institution



Held as non-leveraged increase to total
capital

What actions were you able to avoid because of the capital infusion of CPP funds?

The capital investment did not enable us to avoid any actions.

What actions were you able to take that you may not have taken without the capital infusion of CPP funds?

There were no actions that we took, other than those noted above, that we would not have taken without the capital infusion.

Please describe any other actions that you were able to undertake with the capital infusion of CPP funds.

BNY Mellon has a unique business model for a commercial bank. Our business is focused on asset management and securities servicing rather than traditional commercial and retail banking. As a result, lending is a secondary activity used to support client relationships. However, BNY Mellon's core businesses generate deposits significantly in excess of client borrowing needs. Thus as deposits, capital or other liabilities grow we typically use the cash to buy securities or deposit the cash in other financial institutions. (1). The \$3 billion capital investment The Bank of New York Mellon received under the Capital Purchase Program (CPP) enabled us to help to improve liquidity in the U.S. financial system as we did the following:

- Purchased mortgage-backed securities and debentures issued by U.S. government-sponsored agencies, which helped to increase the amount of money available to lend to qualified borrowers in the residential housing market
- Purchased debt securities of other financial institutions, which helped to increase the amount of funds available to lend to consumers and businesses
- Deposited the funds in other financial institutions which helped to increase the amount of funds available in the credit markets

We did not use any of the funds to pay dividends, bonuses or compensation of any kind. In addition, we did not use any of the funds to make acquisitions, reduce borrowings, increase reserves for non-performing assets, or increase charge-offs.